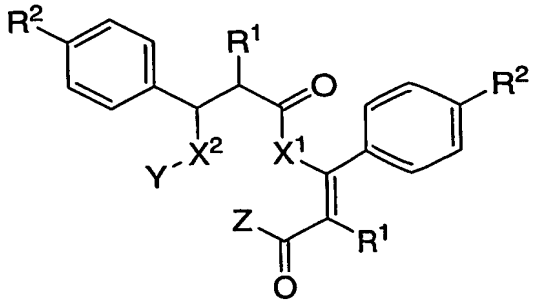
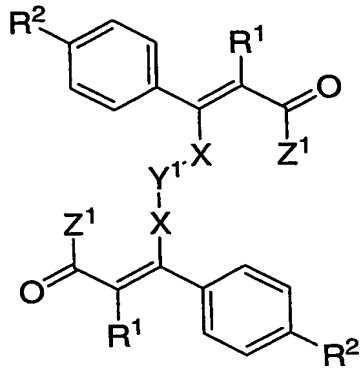
WHAT IS CLAIMED IS:

1. A compound of Formula I or Formula II



I



II

or pharmaceutically acceptable salt thereof, wherein

R^1 is selected from the group consisting of

(a) phenyl, optionally substituted at positions 3 and 4 halogens,

(b) –O-isopropyl,

(c) –O-cyclopropyl, and

(d) –O-CH_2-cyclopropyl;

R^2 is selected from the group consisting of:

(a) $-S(O)_2CH_3$, and

(b) $-S(O)_2NH_2$;

R^3 is selected from the group consisting of

(a) hydrogen,

(b) methyl,

(c) ethyl,

(d) hydroxyl,

(e) F, Cl, and

(f) CF_3;

R^4 is selected from the group consisting of

(a) methyl, and

(b) ethyl;

X^1 is selected from the group consisting of:

(a) $-OCH_2-$,

(b) $-OC(R^3)(R^4)-$,

(c) $-CH_2-$linker $-O-$, and

(d) $-C(R^3)(R^4)-$linker$-O-$,

wherein the oxygen end of X^1 is attached to the carbonyl carbon of Formula I;

X^2 is selected from the group consisting of:

(a) $-OCH_2-$,

(b) $-OC(R^3)(R^4)-$,

(c) $-CH_2-$linker $-O-$, and

(d) $-C(R^3)(R^4)-$linker$-O-$;

wherein the carbon end of X^2 is attached to the carbon adjacent to the R^2-phenyl explicitly shown;

–linker – is selected from the group consisting of

(a) $-C(O)-(CH2)_m-O-$,

(b) $-C(O)-(CH2)_m(-O-(CH_2)n)_p-O-$,

(c) –C(O)-aryl–O–,

(d) –C(O)-heteroaryl–O–,

wherein m, n and p are each independently integers ranging from 0 to 6;

Y is selected from the group consisting of

(a) hydrogen, and

(b) acyl,

wherein the acyl group is selected from the group consisting of

(a) $-C(O)-C_{1-6}$alkyl, optionally substituted with 1, 2 or 3 substituents independently selected from the group consisting of halo, hydroxyl, amino, C_{1-3}alkoxy, aminoC_{1-3}alkyl,

(b) –C(O) –aryl,

(c) –C(O) –heteroaryl,

(d) an amino acid;

Z is selected from the group consisting of:

(a) $-OR^5$,

(b) $-NR^5R^6$,

wherein R^5 and R^6 are each independently selected from

(a) hydrogen,

(b) C_{1-6}alkyl,

(c) phenyl, and

(d) C_{1-2}-phenyl,

wherein R^5 and R^6 choices (b), (c) and (d) are optionally substituted with 1, 2, or 3 substituents selected from halo, hydroxyl, amino, C_{1-3}alkyl, and C_{1-3}alkoxy.

X is selected from the group consisting of:

(a) $-OCH_2-$, and

(b) $-C(R^3)(R^4)O-$,

wherein carbon a the end of X is attached to the carbon adjacent to the phenyl;

Y^1 is –linker1–, which is selected from the group consisting of

(a) $-C(O)-(CH_2)_r-C(O)-$,

(b) –C(O)-aryl–C(O)–,

(c) –C(O)-heteroaryl–C(O)–,

(d) $-C(O)-(CH_2)_r-(O-(CH_2)_s)_t-C(O)-$,

(e) $-C(O)-(CH_2)_r-CH-(CH_2)_s-C(O)-$,

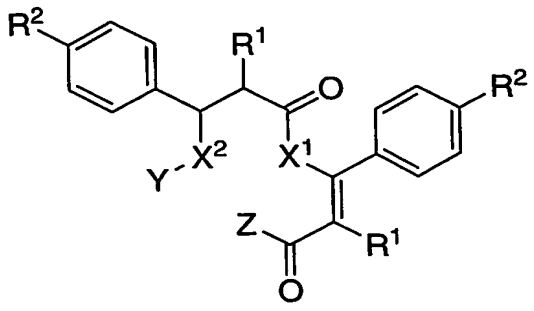
wherein r, s and t are each independently integers ranging from 0 to 6.

Z^1 is selected from the group consisting of:

(a) $-OR^5$,

(b) $-NR^5R^6$.

2. A compound according to claim 1 of Formula I



3. A compound according to claim 2 wherein:
R^1 is phenyl, optionally substituted at positions 3 and 4 with fluorine.

4. A compound according to claim 2 wherein:
R^2 is $-S(O)_2CH_3$.

5. A compound according to claim 2 wherein:
R^3 is selected from the group consisting of
(a) hydrogen,
(b) methyl, and
(c) ethyl.

6. A compound according to claim 2 wherein:
X^1 and X^2 are each is selected from the group consisting of:
(a) $-OCH_2-$, and
(b) $-OC(R^3)(R^4)-$.

7. A compound according to claim 2 wherein:
Y is hydrogen or $-OCH_3$.

8. A compound according to claim 2 wherein:
Z is hydroxyl or $-OCH_3$.

9. A compound according to claim 2 wherein:

R^1 is phenyl, optionally substituted at positions 3 and 4 with fluorine;

R^2 is $-S(O)_2CH_3$;

R^3 is selected from the group consisting of

(a) hydrogen,

(b) methyl, and

(c) ethyl;

R^4 is selected from the group consisting of

(a) methyl, and

(b) ethyl;

X^1 and X^2 are each is selected from the group consisting of:

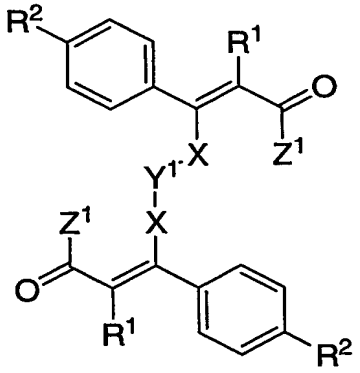
(a) $-OCH_2-$, and

(b) $-OC(R^3)(R^4)-$;

Y is hydrogen or $-OCH_3$; and

Z is hydroxyl or $-OCH_3$.

10. A compound according to claim 1 of Formula II



II

11. A compound according to claim 10 wherein:

R^1 is phenyl, optionally substituted at positions 3 and 4 halogens.

12. A compound according to claim 11 wherein:

R^2 is $-S(O)_2CH_3$.

13. A compound according to claim 12 wherein:
R^3 is selected from the group consisting of
(a) hydrogen,
(b) methyl, and
(c) ethyl.

14. A compound according to claim 13 wherein:
Y^1 is selected from –(O)C(H)=C(H)C(O)– and –(O)C$(CH_2)_2$C(O)–.

15. A compound according to claim 14 wherein:
Z^1 is hydroxyl or –OCH_3.

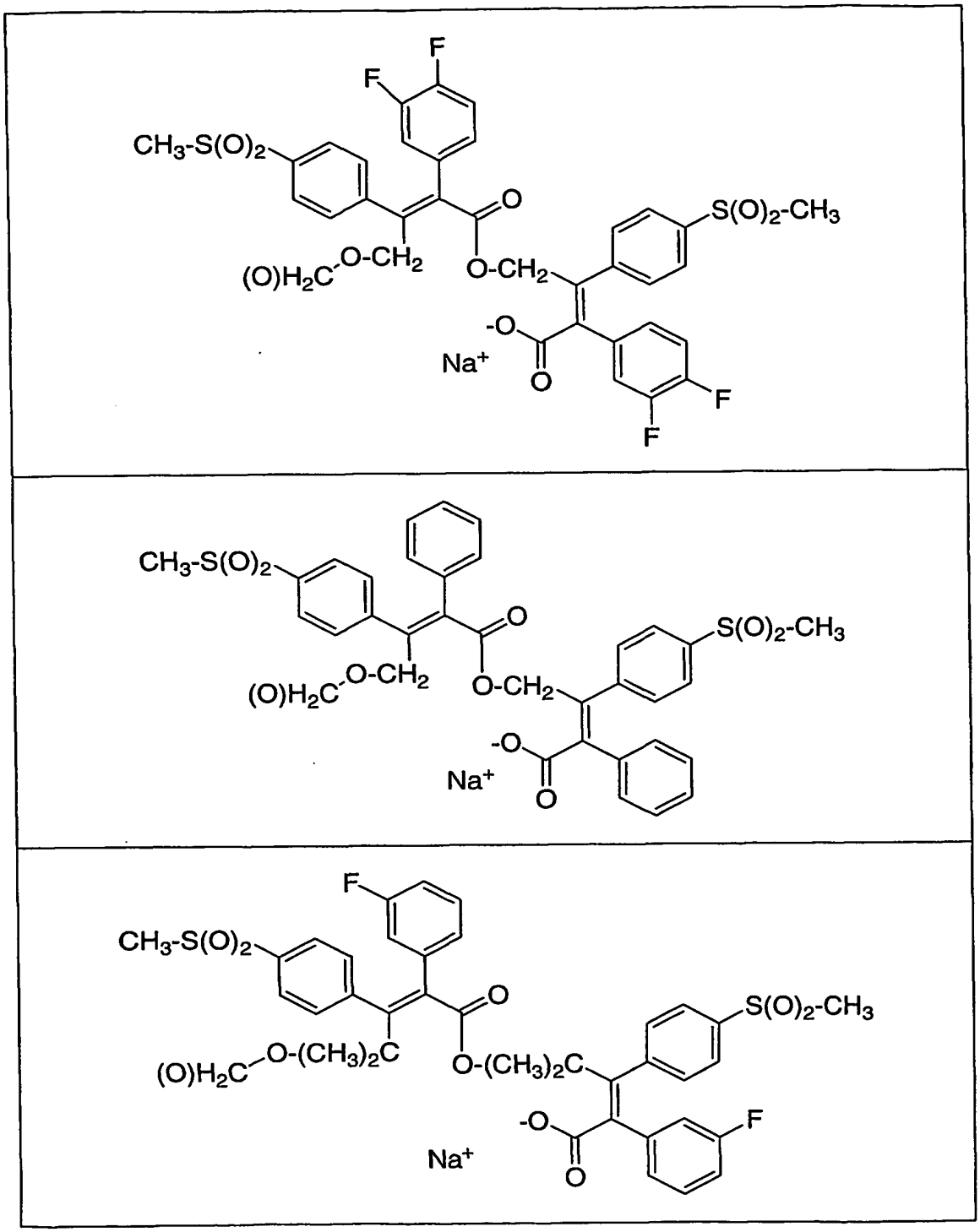
16. A compound according to claim 15 wherein:
R^1 is phenyl, optionally substituted at positions 3 and 4 halogens;
R^2 is –S$(O)_2CH_3$;
R^3 is selected from the group consisting of
(a) hydrogen,
(b) methyl, and
(c) ethyl;
Y^1 is selected from –(O)C(H)=C(H)C(O)– and –(O)C$(CH_2)_2$C(O)–; and
Z^1 is hydroxyl or –OCH_3.

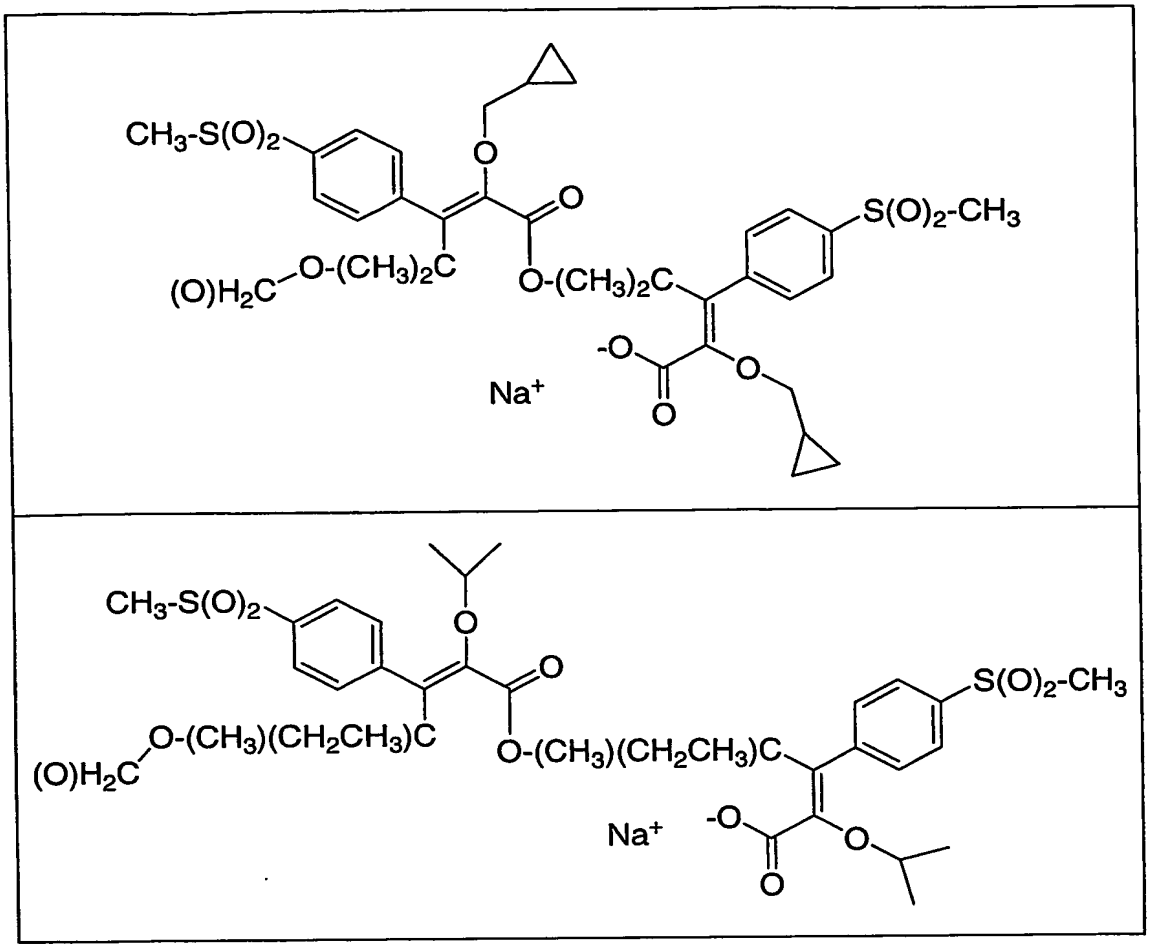
17. A method of treating an inflammatory disease susceptible to treatment with a non-steroidal anti-inflammatory agent comprising administering to a patient in need of such treatment of a non-toxic therapeutically effective amount of a compound according to Claim 1.

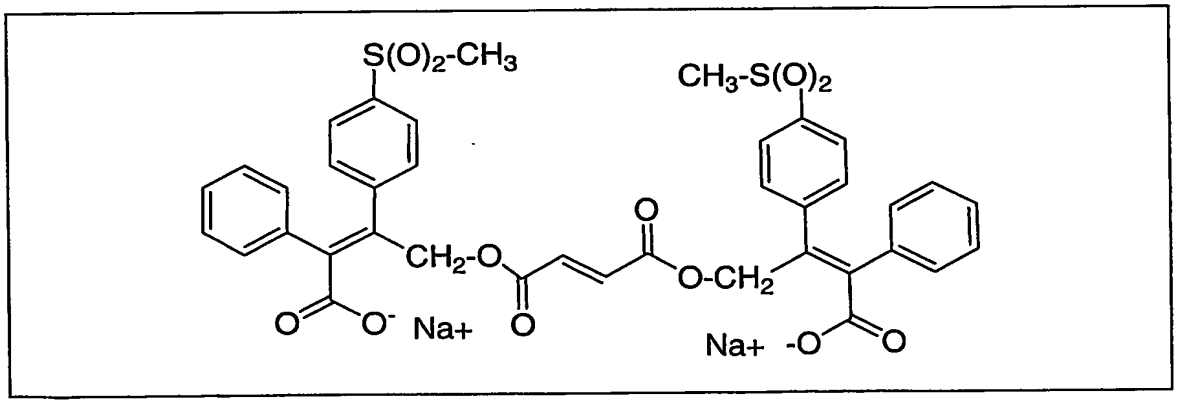
18. The method according to Claim 17 wherein the disease is selected from the group consisting of rheumatoid arthritis, osteoarthritis, pain, fever, mysmenorrhea, stroke and spesis.

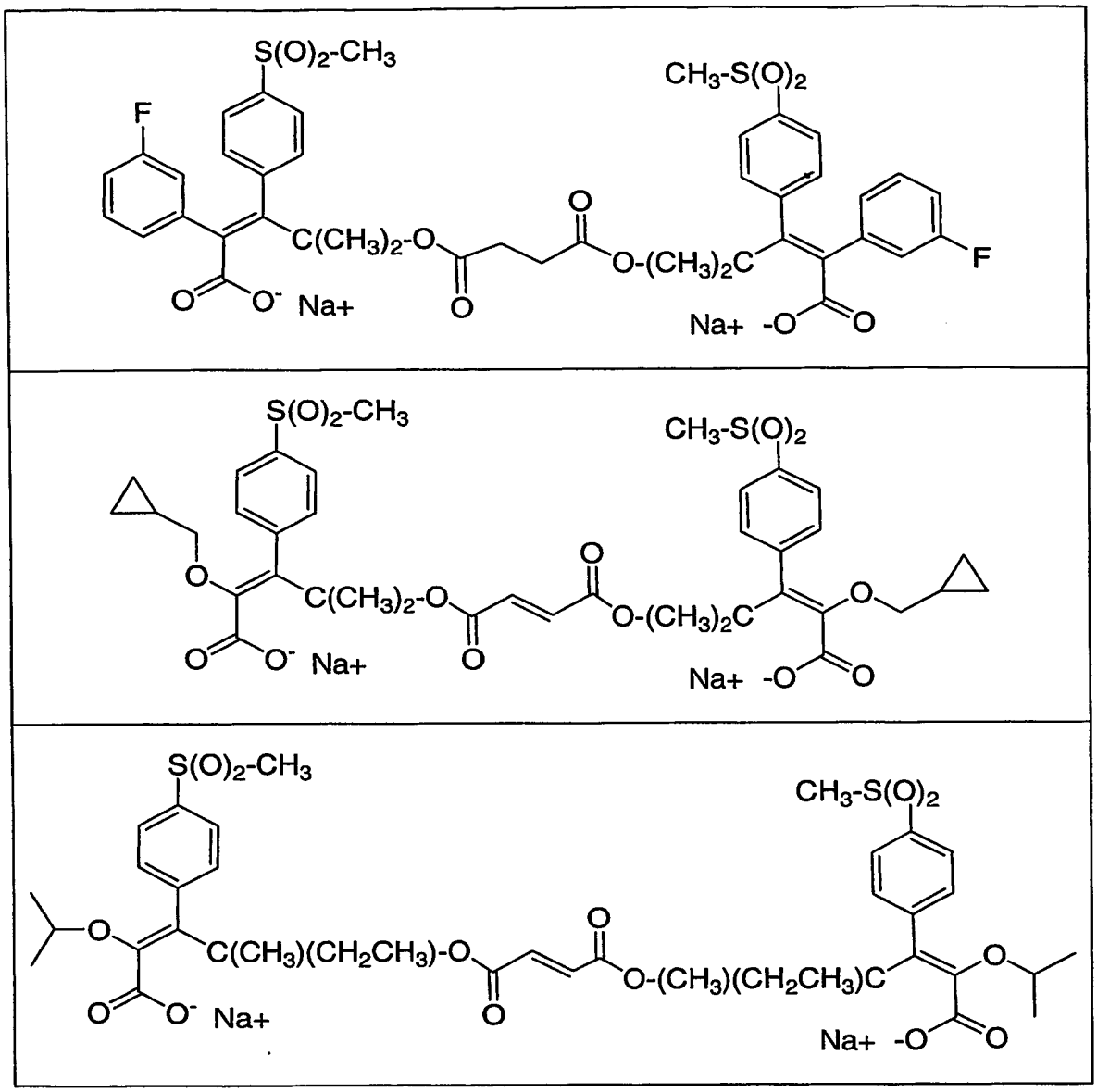
19. A pharmaceutical composition comprising a compound according to Claim 1 and a pharmaceutically acceptable carrier.

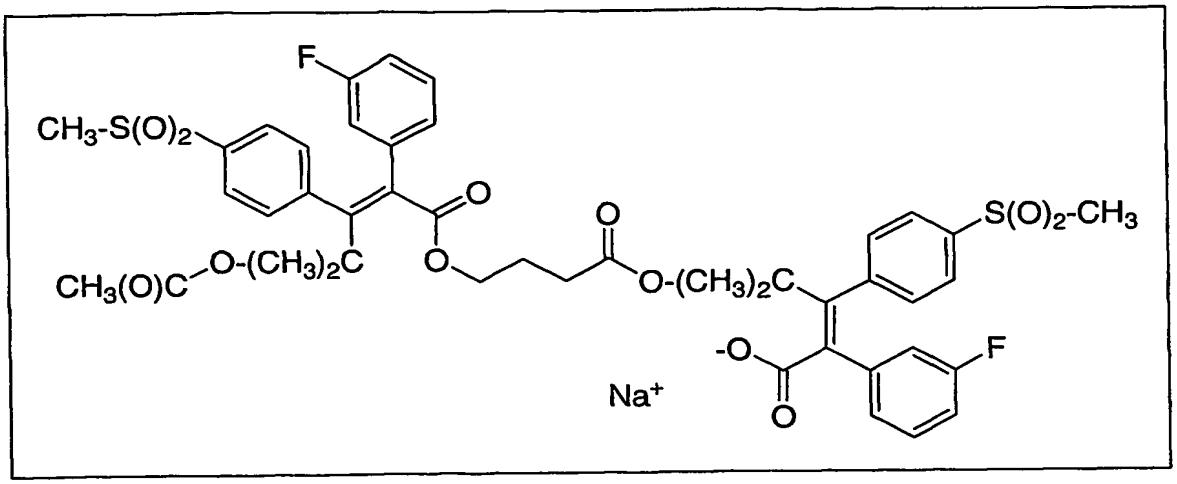
20. A compound according to claim 1 selected from








S(O)2-CH3
CH3-S(O)2
F
C(CH3)2-O
O-(CH3)2C
O
O-
Na+
S(O)2-CH3
CH3-S(O)2
C(CH3)2-O
O-(CH3)2C
S(O)2-CH3
CH3-S(O)2
C(CH3)(CH2CH3)-O
O-(CH3)(CH2CH3)C



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